

WPS RESOURCES CORP  
Form 8-K  
May 10, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report: May 10, 2006  
(Date of earliest event reported)

| <u>Commission<br/>File Number</u> | <u>Registrant; State of Incorporation<br/>Address; and Telephone Number</u>   | <u>IRS Employer<br/>Identification No.</u> |
|-----------------------------------|---|--|
| 1-11337                           | WPS RESOURCES CORPORATION<br>(A Wisconsin Corporation)<br>700 North Adams Street<br>P. O. Box 19001<br>Green Bay, WI 54307-9001<br>(920) 433-4901 | 39-1775292                                 |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure.**

On May 10, 2006, WPS Resources Corporation issued a press release to announce the issuance of 2.7 million shares of its common stock in settlement of the forward sale agreement entered into on November 15, 2005 with an affiliate of J.P. Morgan Securities Inc. A copy of the press release issued by WPS Resources is furnished as Exhibit 99.1.

Forward-looking statements are subject to certain risks, trends, uncertainties, and other economic conditions that could cause actual results to differ materially from the expectations expressed in forward-looking statements. All forward-looking statements should be evaluated with the understanding of their inherent uncertainty.

**Item 9.01 Financial Statements and Exhibits.**

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits. The following exhibit is being filed herewith:

|      |  |
|------|--|
| 99.1 | Press Release of WPS Resources Corporation dated May 10, 2006. |
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**WPS RESOURCES CORPORATION**

By: /s/ Joseph P. O'Leary  
Joseph P. O'Leary  
Senior Vice President  
and Chief Financial Officer

Date: May 10, 2006

**WPS RESOURCES CORPORATION**

Exhibit Index to Form 8-K  
Dated May 10, 2006

**Exhibit  
Number**

99.1 Press Release of WPS Resources Corporation dated May 10, 2006.

